

TK. 008/2561

February 21, 2018

Subject: Notification of the connected transaction to provide financial assistance

Att: President,  
The Stock Exchange of Thailand

The Board of Directors meeting of Thitikorn Public Company Limited No.1/2018 held on February 21, 2018 has passed the following resolutions:

Resolved the approval of 1,000 million baht to provide financial assistance to its subsidiaries in foreign countries. The Executive Directors are authorized to approve each loan utilization within the limit of 1,000 MB.

This is considered as a connected party for financial assistance limit under Notification of The Securities and Exchange Commission and Notification of the Capital Market Supervisory Board No. TorChor.21/2551. The following transaction details are approved as follows:

1. Transaction details: date/month/ year

After obtaining the approval from the Board of Directors

2. Parties Involved:

Financial assistance provider: Thitikorn Public Company Limited.

Financial assistance recipients: Subsidiaries located in foreign countries

3. Transaction details

Type of transaction: Financial assistance

Amount: no more than 1,000 MB. (in which the Financial assistance amount will be provided according to shareholding structure in each subsidiary upon its actual need.)

- **Suosdey Finance PLC** a subsidiary company with 99.80% stake, and the Executive Directors are authorized to approve the use of such funds for company's actual need.
- **Mingalaba Thitikorn Microfinance Co., Ltd.** a subsidiary company with 99.00% stake, and the Executive Directors are authorized to approve the use of such funds for company's actual need.

Above transactions are excluded from the connected transaction according to the Notification of the Board of Governors of the Stock Exchange of Thailand for Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transactions BE 2546 (Bor.Jor./Por.22-01) number 7(1)

- **Sabaidee Leasing Co.,Ltd** a subsidiary company with 61.91% stake, and the Executive Directors are authorized to approve the use of such funds for company's actual need.

Sabaidee Leasing Co., Ltd. is considered as a connected party for financial assistance limit under Notification of The Securities and Exchange Commission and Notification of the Capital Market Supervisory Board No. TorChor.21/2551. The following transaction details are approved as follows:

Source of fund: Working capital of Thitikorn Public Company Limited.  
 Currency: Thai Baht  
 Interest: rate: 0%  
 Principal repayment: As soon as the recipient 's excess liquidity is greater than the approved credit limit  
 Approval conditions: As needed

#### 4. Relationship and Connected Persons

Name of Connected Persons	Connected Companies			
	Thitikorn PCL	Sabaidee Leasing	Suosdey Finance	Mingalaba *
<u>Directorship</u>				
1. Ms. Prathama Phornprapha	Managing Director	Director	Director	Director
2. Mr. Prapol Phornprapha	Director	Director	Director	
3. Mrs. Buskorn Liaummukda	Director	Director		
<u>Shareholding</u>				
1. Ms. Prathama Phornprapha	5.51%	19.05%	0.10%	1.00%
2. Mr. Prapol Phornprapha	5.11%	19.05%	0.10%	
3. Mrs. Buskorn Liaummukda				

Remark : Mingalaba is in the process of establishment

5. The Board of Directors' approval of the connected transaction

The Company certified that directors with conflict of interest and/or connected persons which are Ms. Prathama Phornprapha, Mr. Prapol Phornprapha, and Mrs. Buskorn Liaummukda did not attend the meeting and did not vote on the approval of the transaction.

6. The Board of Directors' opinion on the transaction

The Board of Directors has the opinion that the approval of this transaction will be beneficial to subsidiary companies of Thitikorn Public Company Limited located in foreign countries. The recipients will utilize the credit limit as their temporary working capital which will provide more liquidity in business operations.

7. Audit Committee and the Board of Directors opinion differences (if any)

None

8. The total value of transactions and the criteria to determine the total value of transactions

The total value of the financial assistance transaction provided to its subsidiaries in foreign countries is 21.0% which exceeds 3.00% of the Company's NTA (The Company Consolidated NTA: 4,764.3 Mb. as of December 31, 2017. However, this financial assistance transaction is based on a pro rata basis, therefore it does not require shareholders' approval, according to the Board of Governors of the Stock Exchange of Thailand for Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transactions BE 2546 (Bor.Jor./Por.22-01) number 7(3)(b).

Please be informed accordingly,

Your faithfully,

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Ms. Prathama Phornprapha

Managing Director